

EXHIBIT C
To Quarterly Application

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et. al.</i> ,)	Case No. 01-01139 (KJC)
)	(Jointly Administered)
Debtors.)	
)	Objection Deadline: February 12, 2014 @ 4:00 p.m.
)	Hearing Date: Only if Objection is Timely Filed

**FORTY-SIXTH MONTHLY APPLICATION OF LAUZON BÉLANGER
LESPÉRANCEAS SPECIAL COUNSEL FOR THE CANADIAN ZAI CLAIMANTS**

Name of Applicant:	Lauzon Bélanger Lespérance ¹
Authorized to Provide Professional Services to:	Canadian Zonolite Attic Insulation Claimants ("Canadian ZAI Claimants")
Date of Retention:	March 19, 2010 <i>nunc pro tunc</i> December 21, 2009
Period for which compensation and reimbursement is sought:	December 1, 2013 through December 31, 2013
Amount of compensation sought as actual, reasonable and necessary:	CDN \$ 427.50
Amount of expense reimbursement (includes Goods & Services Tax and Quebec Sales Tax) sought as actual, reasonable and necessary:	CDN \$ 66.43

This is Applicant's Forty-Sixth Monthly Application.

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¹ On January 18, 2010, Lauzon Bélanger changed its name to Lauzon Bélanger Lespérance.

Summary of Monthly Fee and Expense Invoice Statements for Compensation Period:

Date Filed	Period Covered	Requested Fees (CDN \$)	Requested Expenses (CDN \$)	Paid Fees (CDN \$)	Paid Expenses (CDN \$)
04/30/2010 Dkt. #24699	December 21, 2009 – March 31, 2010	\$ 16,143.45	\$ 2,216.53	\$ 12,914.76 \$ 3,228.69	\$ 2,216.53
06/01/2010 Dkt. #24874	April 1, 2010 – April 30, 2010	\$ 2,114.70	\$ 272.27	\$ 1,691.76 \$ 422.94	\$ 272.27
06/30/2010 Dkt. #25017	May 1, 2010 – May 31, 2010	\$ 6,109.20	\$ 2,323.63	\$ 4,872.36 \$ 1,236.84	\$ 2,323.63
07/28/2010 Dkt. #25128	June 1, 2010 – June 30, 2010	\$ 5,118.75	\$ 734.21	\$ 4,095.00 \$ 1,023.75	\$ 734.21
08/31/2010 Dkt. #25299	July 1, 2010 – July 31, 2010	\$ 3,129.30	\$ 942.69	\$ 2,503.44 \$ 625.86	\$ 942.69
09/29/2010 Dkt. #25498	August 1, 2010 – August 31, 2010	\$ 2,204.00	\$ 288.66	\$ 1,763.20 \$ 440.80	\$ 288.66
10/29/2010 Dkt. #25665	September 1, 2010 – September 30, 2010	\$ 1,742.30	\$ 224.78	\$ 1,393.84 \$ 348.46	\$ 224.78
12/03/2010 Dkt. #25857	October 1, 2010 – October 31, 2010	\$ 4,248.75	\$ 550.52	\$ 3,399.00 \$ 849.75	\$ 550.52
01/05/2011 Dkt. #26019	November 1, 2010 – November 30, 2010	\$ 1,952.65	\$ 251.40	\$ 1,562.12 \$ 390.53	\$ 251.40
01/28/2011 Dkt. #26133	December 1, 2010 – December 31, 2010	\$ 3,712.35	\$ 517.63	\$ 2,969.88 \$ 742.47	\$ 517.63
03/08/2011 Dkt. #26513	January 1, 2011 – January 31, 2011	\$ 8,152.00	\$ 1,236.19	\$ 6,521.60 \$ 1,630.40	\$ 1,236.19
04/01/2011 Dkt. #26701	February 1, 2011 – February 28, 2011	\$ 2,680.45	\$ 374.39	\$ 2,144.36 \$ 536.09	\$ 374.39
05/10/2011 Dkt. #26919	March 1, 2011 – March 31, 2011	\$ 3,931.95	\$ 548.89	\$ 3,145.56 \$ 786.39	\$ 548.89
06/10/2011 Dkt. #27067	April 1, 2011 – April 30, 2011	\$ 6,683.40	\$ 1,007.39	\$ 5,346.72 \$ 1,336.68	\$ 1,007.39
06/30/2011 Dkt. #27195	May 1, 2011 – May 31, 2011	\$ 3,325.35	\$ 469.55	\$ 2,660.28 \$ 665.07	\$ 469.55
07/28/2011 Dkt. #27328	June 1, 2011 – June 30, 2011	\$ 1,874.70	\$ 266.53	\$ 1,499.76 \$ 374.94	\$ 266.53
08/31/2011 Dkt. #27533	July 1, 2011 – July 31, 2011	\$ 986.70	\$ 161.46	\$ 789.36 \$ 197.34	\$ 161.46
10/04/2011 Dkt. #27717	August 1, 2011 – August 31, 2011	\$ 957.90	\$ 141.42	\$ 766.32 \$ 191.58	\$ 141.42
11/14/2011 Dkt. #27940	September 1, 2011 – September 30, 2011	\$ 7,192.50	\$ 1,003.44	\$ 5,754.00 \$ 1,438.50	\$ 1,003.44

**Summary of Monthly Fee and Expense Invoice Statements for Compensation Period
(Continued):**

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses
12/16/2011 Dkt. #28171	October 1, 2011- October 31, 2011	\$ 595.65 Reduction- \$385.95	\$ 2,577.41	\$ 476.52 ² (\$ -266.82)	\$ 2,577.41
01/25/2012 Dkt. #28413	November 1, 2011- November 30, 2011	\$ 831.00 Reduction- \$ 262.20	\$ 117.54	\$ 664.80 (\$ -96.00)	\$ 117.54
2/17/2012 Dkt. #28543	December 1, 2011- December 31, 2011	\$ 686.85 Reduction- \$ 71.25	\$ 103.77	\$ 549.48 \$ 66.12	\$ 103.77
3/9/2012 Dkt. #28646	January 1, 2012- January 31, 2012	\$ 1,190.25	\$ 178.24	\$ 952.20 \$ 238.05	\$ 178.24
4/17/2012 Dkt. #28787	February 1, 2012- February 29, 2012	\$ 2,217.00	\$ 332.00	\$ 1,773.60 \$ 443.40	\$ 332.00
5/4/2012 Dkt. #28880	March 1, 2012 March 31, 2012	\$ 2,626.05	\$ 394.29	\$ 2,100.84 \$ 525.21	\$ 349.29
6/1/2012 Dkt. #29012	April 1, 2012- April 30, 2012	\$ 1,234.05	\$ 188.25	\$ 987.24 \$ 246.81	\$ 188.25
6/29/2012 Dkt. #29160	May 1, 2012- May 31, 2012	\$ 1,100.00	\$ 168.52	\$ 888.00 \$ 222.00	\$ 168.52
8/8/2012 Dkt. #29418	June 1, 2012- June 30, 2012	\$ 521.55	\$ 78.13	\$ 417.27 \$ 104.28	\$ 78.13
8/31/2012 Dkt. #29540	July 1, 2012- July 31, 2012	\$ 738.15	\$ 110.54	\$ 590.52 \$ 147.63	\$ 110.54
10/5/2012 Dkt. #29741	August 1, 2012- August 31, 2012	\$ 1,117.20	\$ 171.33	\$ 893.76 \$ 223.44	\$ 171.33
10/26/2012 Dkt. #29820	September 1, 2012- September 30, 2012	\$ 547.20	\$ 82.75	\$ 437.76 \$ 109.44	\$ 82.75
12/18/2012 Dkt. #30064	October 1, 2012- October 31, 2012	\$ 669.75	\$ 100.30	\$ 535.80 \$133.95	\$ 100.30
1/18/2013 Dkt. #30169	November 1, 2012- November 30, 2012	\$ 715.35	\$ 113.39	\$ 537.71 \$177.64	\$ 113.39
2/21/2013 Dkt. #30305	December 1, 2012- December 31, 2012	\$ 809.40	\$ 123.17	\$ 682.09 \$127.31	\$ 123.17
3/19/2013 Dkt. #30415	January 1, 2013- January 31, 2013	\$ 547.20	\$ 84.13	\$ 437.76 \$109.44	\$ 84.13

² On or about May 9, 2012, the Fee Auditor provided a Final Report Regarding the Quarterly Fee Application of Lauzon Bélanger Lespérance ("LBL") for the Period of October 1, 2011, through December 31, 2011. LBL agreed to the Fee Auditor's recommendations to reduce the fees by \$381.90 and reduce the expenses by \$337.50 for the Application Period, creating an overpayment of fees by W.R. Grace in the amount \$296.70.

4/26/2013 Dkt. #30558	February 1, 2013- February 28, 2013	\$ 1,162.80	\$ 174.13	\$ 930.24 \$232.56	\$ 174.13
5/24/2013 Dkt. #30670	March 1, 2013- March 31, 2013	\$ 669.75	\$ 105.41	\$ 535.80 \$133.95	\$ 105.41
6/27/2013 Dkt. # 30781	April 1, 2013- April 30, 2013	\$ 738.15	\$ 112.26	\$590.52 \$147.63	\$112.26
7/26/2013 Dkt. #30881	May 1, 2013- May 31, 2013	\$ 570.00	\$ 86.28	\$456.00 \$114.00	\$86.28
8/13/2013 Dkt. #30958	June 1, 2013- June 30, 2013	\$450.30	\$67.44	\$360.24 \$90.06	\$67.44
9/23/2013 Dkt. #31154	July 1, 2013- July 31, 2013	\$809.40	\$121.21	\$647.52 \$161.88	\$121.21
9/26/2013 Dkt. #31170	August 1, 2013- August 31, 2013	\$809.40	\$133.06	\$647.52 \$161.88	\$133.06
10/29/2013 Dkt. #31276	September 1, 2013- September 30, 2013	\$666.90	\$99.87	\$533.52 ³ \$133.38	\$99.87
11/22/2013 Dkt. #31385	October 1, 2013- October 31, 2013	\$1,236.90	\$186.03 ⁴	Pending	\$147.19
1/7/2014 Dkt. #31572	November 1, 2013- November 30, 2013	\$855.00	\$128.85	Pending	Pending

Fee Detail by Professional for the Period of December 1, 2013 through December 31, 2013:

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate (including changes)	Total Billed Hours	Total Fees (CDN \$)
Michel Bélanger	Partner, 19 years - 1994	\$450.00 ⁵	0.00	0.00
Careen Hannouche	Associate, 8 years - 2005	\$285.00	1.50	\$427.50
Grand Total			1.50	\$427.50
Blended Rate				\$285.00

³ August 2013 overpayment applied to September fees (80%) and expenses (100%).⁴ Balance of overpayment from August 2013 applied to October expenses.⁵ On March 1, 2011, Michel Bélanger's hourly rate increased.

Monthly Compensation by Matter Description for the Period of December 1, 2013, through December 31, 2013:

Project Category	Total Hours	Total Fees (CDN \$)
04 - Case Administration	0.40	\$114.00
11 - Fee Applications, Applicant	1.10	\$313.50
12 - Fee Applications, Others	0.00	0.00
14 - Hearings	0.00	0.00
16 - Plan and Disclosure Statement	0.00	0.00
20 - Travel (Non-Working)	0.00	0.00
24 - Other	0.00	0.00
TOTAL	1.50	\$427.50

Monthly Expense Summary for the Period December 1, 2013, through December 31, 2013:

Expense Category	Service Provider (if applicable)	Total Expenses (CDN \$)
Facsimile transmittals		0.00
Photocopies	(21 x \$0.10)	\$2.10
Goods & Services Tax (G.S.T.)		\$21.48
Quebec Sales Tax (Q.S.T.)		\$42.85
TOTAL		\$66.43

PLEASE TAKE NOTICE that Lauzon Bélanger Lespérance (the “Applicant” and/or “LBL”) has today filed this Notice of Monthly Fee and Expenses Invoice for December 1, 2013 through December 31, 2013, (this “Monthly Fee Statement”)⁶ pursuant to the terms of the Modified Order Granting The Canadian ZAI Claimants’ Application For Appointment of Special Counsel [Docket No. 24508] and the Amended Administrative Order Under 11 U.S.C., §§ 105(a)

⁶ Applicant’s Invoice for December 1, 2013, through December 31, 2013, is attached hereto as **Exhibit A**.

and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 1949].

PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Fee Statement, if any, must be filed on or before February 12, 2014 at 4:00 p.m. (prevailing Eastern Time) (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that you must also serve a copy of any such response or objection upon the Notice Parties so as to be received by the Notice Parties on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, the Applicant shall file or cause to be filed with the Court, and serve on the Notice Parties, a certificate of no objection, certifying that no objection, or a partial objection, has been filed with the Court relative to this Application, whichever is applicable, after which the Debtors are authorized and required to pay the Applicant an amount equal to (a) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Statement or (b) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses not subject to any objection. All fees and expenses in this Monthly Fee Statement will be included in the next quarterly application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and will be subject to objections at such time.

PLEASE TAKE FURTHER NOTICE that the Applicant respectfully requests that, for the period December 1, 2013 through December 31, 2013, an allowance be made to LBL for compensation in the amount of CDN \$427.50 and actual and necessary expenses in the amount of CDN \$66.43 (includes Goods & Services Tax and Quebec Sales Tax) for a total allowance of CDN

\$493.93 Actual Interim Payment of CDN \$342.00 (80% of the allowed fees) and reimbursement of CDN \$66.43 (100% of the allowed expenses) be authorized for a total payment of CDN \$408.43; and for such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that Applicant believes that the Application and the description of services set forth herein of work performed are in compliance with the requirements of Delaware Local Rule 2016-2, the Amended Administrative Order, and the applicable guidelines and requirements of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure, and the Executive Office for the United States Trustee. A true and correct copy of the Certification of Careen Hannouche is attached hereto as **Exhibit B**.

Dated: January 21, 2014

Respectfully submitted,

By: /s/Daniel K. Hogan
Daniel K. Hogan (DE Bar No. 2814)
THE HOGAN FIRM
1311 Delaware Avenue
Wilmington, Delaware 19806
Telephone: (302) 656.7540
Facsimile: (302) 656.7599
E-Mail: dkhogan@dkhogan.com

**Counsel to the Representative Counsel as
Special Counsel for the Canadian ZAI
Claimants**

EXHIBIT A

LAUZON BÉLANGER LESPÉRANCE

AVOCATS • ATTORNEYS

January 14, 2014

RE : W.R. GRACE & CO., and al.
 U.S. FEE APPLICATION
 CDN ZAI CLASS ACTION
 Our file: 222

CANADIAN ZAI SPECIAL COUNSEL FEE APPLICATION
(December 1st 2013 to December 31st 2013)

FOR PROFESSIONAL SERVICES RENDERED, INCLUDING:**OUR FEES:**

DATE	INIT	DESCRIPTION	HOURS	RATE	AMOUNT
2013-12-03	CH	Email to Karen Harvey re: credit payments from WR Grace for the purposes of preparing LBL's fee applications	0.30	\$285.00	\$85.50
2013-12-05	CH	Email to Karen Harvey re: confirmation receipt of wire transfer for the purposes of preparing LBL's fee applications	0.30	\$285.00	\$85.50
2013-12-10	CH	Telephone conversation with a class member re: update on the status of the proceedings	0.40	\$285.00	\$114.00
2013-12-16	CH	Letter to D. Thompson re: share of The Hogan Firm fees	0.30	\$285.00	\$85.50
2013-12-17	CH	Email to C. Yates re: letter for share of The Hogan Firm fees for October	0.20	\$285.00	\$57.00
OUR FEES :			1.50		\$ 427.50

TIME SUMMARY BY LAWYER

CH	285.00	1.50	\$ 427.50
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DISBURSEMENTS

Photocopies (21 x .10 ¢)	2.10
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SUB-TOTAL	\$ 429.60
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G.S.T. 5%	21.48
Q.S.T. 9.975 %	42.85

TOTAL	\$ 493.93
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G.S.T. 814682340 RT 0001
 # Q.S.T. 1211542736 TQ 0001

EXHIBIT B

CERTIFICATION PURSUANT TO DEL. BANKR. LR. 2016-2(f)

PROVINCE OF QUEBEC :
: ss
CITY OF MONTREAL :


I, Careen Hannouche, after being duly sworn according to law, depose and say as follows:

1. I am an associate of the applicant firm, Lauzon Bélanger Lespérance (the “Firm” and/or “LBL”).
2. On February 9, 2006, the CCAA Court entered an Order appointing Lauzon Bélanger inc.¹ and Scarfone Hawkins LLP as Representative Counsel (“Representative Counsel”).
3. On March 19, 2010, this Court signed a Modified Order appointing Representative Counsel as Special Counsel (“Special Counsel”) for the Canadian ZAI Claimants *nunc pro tunc* to December 21, 2009, through the effective date of the plan.
4. Special Counsel has rendered professional services as counsel for the Canadian ZAI Claimants.
5. I am familiar with the other work performed on behalf of Special Counsel LBL by the lawyers and paraprofessionals of the Firm.
6. I have reviewed the foregoing monthly application of Special Counsel LBL and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17, 2002, and submit that the Application is correct and materially complies with the applicable

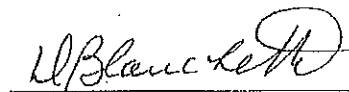
¹ On January 18, 2010, Lauzon Bélanger changed its name to Lauzon Bélanger Lespérance.

orders, rules, guidelines and requirements as set forth by, this Bankruptcy Court and the Executive Office for the United States Trustee.

I verify under penalty of perjury that the foregoing is true and correct.


Caréen Hannouche

SWORN AND SUBSCRIBED
Before me this 21st day of January, 2014.


Notary Public
My Commission Expires: Jan. 22, 2017

